

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

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LEMON BAY PARTNERS, LLP and	:
MALCOLM ROSENWALD,	:
	:
Plaintiff,	:
	:
v.	:
	:
BRUCE L. HAMMONDS, <i>et al.</i> ,	:
	:
Defendants,	:
	:
– and–	:
	:
BANK OF AMERICA CORPORATION,	:
AS SUCCESSOR IN INTEREST TO	:
MBNA CORP., and MBNA CORP.,	:
	:
Nominal Defendants.	:
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Civ. No. 07-CV-562-GMS

**MOTION TO DISMISS**

Defendants James H. Berick, Mary M. Boies, Benjamin R. Civiletti, William L. Jews, Stuart L. Markowitz, William B. Milstead, Thomas G. Murdough and Laura S. Unger (collectively, the "Outside Directors") hereby move, through their undersigned counsel, to dismiss the Shareholders' Class and Derivative Complaint for reasons more fully set forth in a brief filed herewith.

*Of The New York Bar:*

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